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June 29, 2001

Taledia Stokes
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423

RECORDATION NO. 23552 FILED



JUL - 5 '01 : 1-19 PM

SURFACE TRANSPORTATION BOARD

Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of May 16, 2001 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.**
1211 Avenue of the Americas, New York, NY 10036

Lessee: **THE CONCRETE COMPANY**
5526 Schatulga, Columbus, GA 31908

A short summary of the document to appear in the index follows:

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING INC.** and Lessee: **THE CONCRETE COMPANY**, covering 20 hopper railcars with reporting marks and numbers – CEFX 80782 – CEFX 81048 NOT INCLUSIVE.

Please file this memorandum as a **PRIMARY** and return one (1) stamped original to my attention. A check covering the filing fee of twenty-eight dollars (\$28.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20100.

Thank you for your prompt assistance.

Sincerely,

Sherry Lewey
New Business Development/Research Coordinator

Enclosure

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 16 day of May, 2001, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and THE CONCRETE COMPANY, a GEORGIA corporation, with an address at 5526 Schatulga, Columbus, GA 31908 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of 16 May 01 covering the equipment listed on Schedule A hereto (the "Equipment").

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Joseph J. Mankowski
Name: JOSEPH L. MANKOWSKI
Title: VICE PRESIDENT/RAIL RESOURCES

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

THE CONCRETE COMPANY

By: Eric K. Nix
Name: ERIC K. NIX
Title: V. P. FINANCE

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JUL - 5 '01 1:19 PM

SURFACE TRANSPORTATION BOARD

Schedule A

Quantity
20

Equipment Description
3250 C.F. covered hopper cars with
gravity gates and round hatches

<u>Car Marks & Numbers</u>		
1	CEFX	80782
2	CEFX	80794
3	CEFX	80795
4	CEFX	80812
5	CEFX	80829
6	CEFX	80865
7	CEFX	80889
8	CEFX	80892
9	CEFX	80906
10	CEFX	80916
11	CEFX	80917
12	CEFX	80922
13	CEFX	80929
14	CEFX	80933
15	CEFX	80941
16	CEFX	80954
17	CEFX	80987
18	CEFX	80997
19	CEFX	81037
20	CEFX	81048